Interiors & More Limited
(Formerly known as Interiors And More Private Limited)
Office No.7, Ground Floor, Kumtha Street, Off. Shahid Bhagat Singh Road, Ballard Estate, Fort, Mumbai, Maharashtra 400001.
info@inm.net.in. www.inm.net.in
+91 9167028209 +022 47499811

Date: July 23, 2026

To,
Listing Department,
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex,
Bandra (East) Mumbai– 400051

Sub: Intimation of "Extra-Ordinary General Meeting of the members of the Company", "E-Voting", "Book Closure" and "Record Date"

Ref: Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Symbol: INM

Dear Sir,

In terms of Regulation of 30 of SEBI (Listing Obligation and Disclosure Requirements Regulations 2015, the details in connection to the Extra-Ordinary General Meeting of the members of the company are mentioned below:

A.) Day, Date and Time of Extra-Ordinary General Meeting:

The Extra-Ordinary General Meeting ("EGM") of the members of the Company will be held on **Friday, August 14, 2026**, at **02:00 PM (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")**, in accordance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI). Venue of the EGM would be deemed to be the registered office of the Company, i.e. Office No.7, Ground Floor, Kumtha Street, off. Shahid Bhagat Singh Road, Ballard Estate, Fort, Mumbai G.P.O., Mumbai 400 001, Maharashtra, India.

In accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, Notice of the EGM has been sent electronic mode only to those Members whose e-mail address(es) are registered with the Company/ Registrar and Share Transfer Agent (RTA)/ Depository Participant(s).

B.) Cut-off date for e-voting:

The Company has fixed **Friday, August 07, 2026**, as the "Cut-off Date" for the purpose of determining the members eligible to vote on the resolutions set out in the Notice of the EGM or to attend the EGM.

C.) Remote E-voting Period:

The remote e-voting period for the EGM would begin on **Tuesday, August 11, 2026, at 9:00 A.M. (IST)** and end on **Thursday, August 13, 2026, at 5:00 P.M. (IST)**

D.) Book Closure Period:

The Books of the Company will remain closed from **Saturday, August 08, 2026, to Friday, August 14, 2026 (both days inclusive)**.

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ANNEXURE

Particular	Date/Details
Benpos Date for Sending Notice	July 17, 2026
Date of Completion of Dispatch	July 23, 2026
Cut Off Date	August 07, 2026
Book Closure Start Date	August 08, 2026
Book Closure End Date	August 14, 2026
Remote e-Voting Start Date	August 11, 2026
Remote e-Voting Start Time	09:00 A.M.
Remote e-Voting End Date	August 13, 2026
Remote e-Voting End Time	05:00 P.M.
Date of EGM	August 14, 2026
EGM Start Time	02:00 P.M.

Notice of EGM is attached herewith.

You are requested to take the same on your records.

Thanking You,

Yours Faithfully,

For Interiors & More Limited

MANISH MOHAN TIBREWAL

Manish Mohan Tibrewal
Chairman & Managing Director
DIN: 05164854

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that Extraordinary General Meeting of the shareholders of Interiors & More limited will be held on Friday, August 14, 2026, at 02:00 p.m. (IST) through Video Conferencing ("VC") / Other Audiovisual Means ("OAVM") to transact the following business: -

SPECIAL BUSINESS:

ISSUANCE OF UP TO 15,54,000 FULLY CONVERTIBLE WARRANTS TO THE PERSONS AND ENTITIES BELONGING TO THE 'PROMOTER' AND 'PUBLIC' CATEGORY ON A PREFERENTIAL BASIS.

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the **"Act"**) and applicable rules made thereunder including the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014, and other rules and regulations made there under [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force], the enabling provisions of the Memorandum and Articles of Association of the Company, and in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (hereinafter referred as "**SEBI Listing Regulations**"), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, , as amended, (hereinafter referred as "**SEBI SAST Regulations**") and subject to other applicable rules / regulations / guidelines / notifications / circulars and clarifications issued thereunder, if any, from time to time by the Ministry of Corporate Affairs (hereinafter referred as "**MCA**"), the Securities and Exchange Board of India (hereinafter referred as "**SEBI**") and/or any other statutory or regulatory authorities, including the National Stock Exchange of India Limited (hereinafter referred as "**Stock Exchange**") and/ or any other competent authorities to the extent applicable, and subject to all necessary approval(s) of the Government of India, any other statutory or regulatory authorities, as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "**Board**" which term shall be deemed to include any duly constituted/to be constituted committee thereof to exercise its powers including powers conferred under this resolution), the consent and approval of the members of the Company, be and is hereby accorded to the Board to create, issue, offer and allot up to **15,54,000 (Fifteen Lakhs Fifty Four Thousand) equity warrants of face value of ₹ 10/- each (Indian Rupees Ten only) ("Warrants"),** each convertible into or exchangeable for 01 (one) fully paid-up equity share of face value of ₹ 10/- each, which may be exercised in one or more tranches, during the period commencing from the date of allotment of the Warrants until expiry of 18 (eighteen) months, for cash at **issue price of ₹ 179/- (Indian Rupees One Hundred Seventy Nine only) (hereinafter referred as "Issue Price")** per Warrant at a **premium of ₹ 169/- (Indian Rupees One Hundred Sixty Nine only) (hereinafter referred as "Share Premium")** per Warrant, which is a price higher than the price as determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations, for an aggregate amount of up to **₹ 27,81,66,000/- (Indian Rupees Twenty Seven Crore Eighty One Lakhs Sixty Six Thousand only) ("Warrant Consideration")**, to the proposed Allottees, as mentioned in the table below (hereinafter referred to as the "**Proposed Allottees**"), by way of preferential issue, on such other terms and conditions as set out herein, in the Offer Letters, and in the explanatory statement to this Notice as on the Relevant Date on such terms and conditions as may be approved by the Board in its absolute discretion in accordance with SEBI (ICDR) Regulations and other applicable laws:

Sr. No.	Name of the Proposed Allottees	Category (Promoter & Promoter Group/Public)	No. of Warrants to be allotted (up to)	Amount in Rupees (up to)
1.	Manish Mohan Tibrewal	Promoter	3,88,200	6,94,87,800
2.	Rajiv Jhunjhunwala	Promoter	3,88,800	6,95,95,200
3.	Gretex Corporate Services Limited	Public	1,99,800	3,57,64,200

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4.	Signageus Value Advisors Private Limited	Public	1,87,200	3,35,08,800
5.	Mr. Kamal Jagdish Gupta	Public	1,95,000	3,49,05,000
6.	Mrs. Sonal Kamal Gupta	Public	1,95,000	3,49,05,000
	Total		**15,54,000**	**27,81,66,000**

RESOLVED FURTHER THAT in terms of the provisions of Regulation 161(a) of Chapter V of SEBI ICDR Regulations, the Relevant Date for determining the minimum issue price shall be Wednesday, July 15, 2026, being the date which is 30 days prior to the date of Extra-Ordinary General Meeting of the Shareholders of the Company scheduled to be held on Friday, August 14, 2026.

RESOLVED FURTHER THAT the minimum price of the Equity shares so issued shall not be less than the price arrived at, in accordance with Chapter V of ICDR Regulations and on such terms and conditions, as are stipulated in the explanatory statement attached and as determined by the Board in accordance with the ICDR Regulations and other applicable laws.

RESOLVED FURTHER THAT the Issue Price of ₹ 179/- (Indian Rupees One Hundred Seventy-Nine only) per Warrant, for preferential issue is not less than the floor price arrived at in accordance with Regulation 164 and 166A of Chapter V of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT the aforesaid issue of Warrants shall be subject to the following terms and conditions:

a) The Warrant holder shall, subject to the SEBI (ICDR) Regulations and other applicable rules, regulations, and laws, be entitled to apply for and be allotted one equity share against each Warrant.
b) The conversion of warrants into equity shares shall happen at any time within a period of Eighteen (18) months from the date of allotment of warrants in terms of SEBI ICDR Regulations (the "Warrant Exercise Period").
c) The Proposed Allottee(s) shall, on or before the date of allotment of Warrants, pay an amount equivalent to at least 25% of the Warrant Issue Price fixed per Warrant, in terms of the SEBI ICDR Regulations, 2018, which will be kept by the Company to be adjusted and appropriated against the Warrant Issue Price of the Equity Shares. The balance of 75% of the Warrant Issue Price shall be payable by the Warrant Holder at the time of exercising the Warrants.
d) Warrants being allotted to the Proposed Allottee, and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock-in for such period as may be prescribed under SEBI ICDR Regulations.
e) Warrants so allotted under this resolution and Equity shares arising on conversion thereof shall not be sold, transferred, hypothecated, or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.
f) Warrants shall be allotted by the Company only in dematerialized form.
g) The consideration for allotment of Warrants and/or Equity Shares arising out of the exercise of such Warrants shall be paid to the Company from the bank account of the Proposed Allottee.
h) In the event the Warrant Holder(s) do not exercise Warrants within the Warrant Exercise Period, the Warrants shall lapse, and the amount paid upfront shall stand forfeited by the Company.
i) The Warrants by itself until converted into Equity Shares, do not give the Warrant Holder any voting rights in the Company in respect of such Warrants.

RESOLVED FURTHER THAT subject to the receipt of such approvals as may be required under applicable laws, consent of the members be and is hereby accorded to record the name and details of the Proposed Allottees in Form PAS-5 and make an offer to the Proposed Allottees through Letter of Offer/ Private Placement Offer Letter cum application letter in Form PAS-4 or such other form as prescribed under the Act and SEBI ICDR Regulations containing the terms and conditions ("Offer Document") after passing of this resolution and receiving any applicable regulatory approvals with a stipulation that the

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allotment would be made only upon receipt of in-principle approval from the Stock Exchange and within the timelines prescribed under the applicable laws.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company and/or the Committee of the Board of Directors and/or Key Managerial Personnel of the Company be and are hereby authorized severally on behalf of the Company to take all actions and to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient, including without limitation to make application to Stock Exchange for obtaining of in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said warrants, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the shareholders.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of its powers conferred upon it by this resolution, to any director(s), committee(s), executive(s), officer(s) or authorized signatory(ies) to give effect to this resolution, including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, bankers, consultants, advocates and advisors to give effect to this resolution and further to take all other steps which may be incidental, consequential, relevant or ancillary in this regard.

RESOLVED FURTHER THAT the members be and hereby take note of certificate from M/s. Yatin Sangani & Associates, Practicing Company Secretaries, (CP No. 22681) as required under Regulation 163(2) of the ICDR Regulations certifying that the above issue of the Equity Shares is being made in accordance with the ICDR Regulations.

RESOLVED FURTHER THAT all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

By the Order of the Board
For Interiors & More Limited

Sd/-
Manish Mohan Tibrewal
Chairman & Managing Director
DIN: 05164854

Registered Office: Office No.7, Ground Floor, Kumtha Street,
Off. Shahid Bhagat Singh Road, Ballard Estate,Fort, Mumbai G.P.O.,
Mumbai 400 001, Maharashtra, India

Email ID: info@inm.net.in.
Tel No.: 9167028209
Website: https://inm.net.in

Place: Mumbai
Date: July 18, 2026

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NOTES:

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") setting out all material facts relating to the Special Business as set out in this Notice is appended herein below for information and consideration of Members and the same should be considered as part of this Notice.

2. Pursuant to the General Circulars and other circulars issued by the Ministry of Corporate Affairs (MCA) and with relevant circulars issued by Securities and Exchange Board of India (the SEBI) has permitted the holding of the General Meeting (GM/ Meeting) through Video Conferencing ("VC") or other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the Extraordinary General Meeting (the EGM) of the Company is being held through VC / OAVM. The deemed venue for the EGM shall be the Registered Office of the Company.

3. Participation of members through VC will be reckoned for the purpose of quorum for the EGM as per Section 103 of the Act. The relative Explanatory Statement pursuant to Section 102 of the Act, in regard to the business as set out in Notice for passing the said resolution by the members.

4. Pursuant to the provisions of the Act, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence, the Proxy Form and Attendance slip are not annexed to this Notice.

5. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through evoting.

6. As the EGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the EGM, Members who would like to express their views or ask questions during the EGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at cs@inm.net.in. and mark cc to ivote@bigshareonline.com at least one week before the EGM. Those Members who have registered themselves as speaker will only be allowed to express their views/ask questions during the EGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the EGM. Speakers are requested to submit their questions at the time of registration, to enable the Company to respond appropriately.

7. When a pre-registered speaker is invited to speak at the EGM but does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.

8. Members can join the EGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1,000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.

9. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification / Guidance on the applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.

10. Any information with regards to this Notice will be available for inspection on the Company's website at https://inm.net.in from the date of dispatch of this Notice up to the date of declaration of the results of EGM.

    Any Member who may desire to inspect such documents physically shall write from their registered email ID along with their respective Client ID and DP ID/Folio No. to the Company on cs@inm.net.in.

11. In compliance with the provisions of Sections 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations and MCA Circulars, the Company is pleased to provide voting by electronic means ("remote e-voting") facility to the Members, to enable them to cast their votes electronically on the resolution mentioned in the Notice.

12. Pursuant to applicable rule of the Companies (Management & Administration) Rules, 2014, the Notice is being sent in electronic form only to the Members whose names appear on the Register of Members/List of Beneficial Owners as received from the Depositories as on July 17, 2026 having their email addresses registered with the Company or Depository Participants, as the case may be. Accordingly, the communication of the assent or dissent of the Members would take place through remote e-voting facility/system only.

13. Members who have not registered their e-mail address are requested to register the same with the Depository through their Depository Participant(s) in respect electronic holding and with Company's Registrar and Share Transfer Agent, Bigshare Services India Pvt. Ltd, (Address) by email at ivote@bigshareonline.com in respect of physical holding.

14. Members may note that this Notice will also be available on the Company's website https://inm.net.in and shall be sent to the Stock Exchange for dissemination on its website www.nseindia.com.

15. The Board of Directors of the Company has appointed M/s D. A. Kamat & Co, Practicing Company Secretaries, as a Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.

16. The Scrutinizer will submit his report to the Chairman or Company Secretary or any other authorized person of the Company after completion of scrutiny of the remote e-voting. The results shall be declared within two (2) working days from the closure of General Meeting and will also be displayed on the website of the Company i.e. https://inm.net.in besides being communicated to the Stock Exchange.

Process and manner for Members opting for voting through Electronic means:

a. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM shall be conducted through VC / OAVM

b. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.

c. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.

d. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

e. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

i. The voting period begins on Tuesday, August 11, 2026 at 09:00 A.M and ends on August 13, 2026 at 05:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. August 07, 2026 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

iv. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

1. Pursuant to above said SEBI Circular**,** Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities	**1)** Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL

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in Demat mode with **CDSL**	website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. **2)** After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of **BIGSHARE** the e-Voting service provider and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. **BIGSHARE**, so that the user can visit the e-Voting service providers' website directly. **3)** If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration **4)** Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company

	name or e-Voting service provider name **BIGSHARE** and you will be redirected to **i-Vote** website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page with all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-vote (E-voting website)** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022- 48867000.

2. **Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**LOGIN**" button under the '**INVESTOR LOGIN**' section to Login on E-Voting Platform.
- Please enter you '**USER ID**' (User id description is given below) and '**PASSWORD**' which is shared separately on you register email id.
    - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
    - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.

- Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note *If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password**?
- Enter "**User ID"** and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on **"VOTE NOW"** option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

3. **Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with **"User id and password will be sent via email on your registered email id"**.

  NOTE: If Custodian have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password**?
- Enter "**User ID"** and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address)

Voting method for Custodian on i-Vote E-voting portal:

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- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under "**DOCUMENTS**" option on custodian portal.
  - Click on "**DOCUMENT TYPE**" dropdown option and select document type power of attorney (POA).
  - Click on upload document "**CHOOSE FILE**" and upload power of attorney (POA) or board resolution for respective investor and click on "**UPLOAD**".

    Note: The power of attorney (POA) or board resolution has to be named as the "**InvestorID.pdf**" (Mention Demat account number as Investor ID.)
  - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select "**VOTE FILE UPLOAD**" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "**UPLOAD**". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	**Helpdesk details**
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

4. Procedure for joining the EGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the EGM through VC/ OAVM at https://ivote.bigshareonline.com under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to attend the EGM under the dropdown option.
- For joining virtual meeting, you need to click on **"VOTE NOW"** "VC/OAVM" link placed beside of "**VIDEO CONFERENCE LINK"** option.
- Members attending the EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the EGM are as under:-

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- The Members can join the EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.

- Only those members/shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system after the conclusion of EGM.

- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND RULES RELATED THERETO

The following explanatory statement, as required under Section 102 of the Companies Act, 2013 (hereinafter referred as "**Act**"), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (hereinafter referred as "**SEBI ICDR Regulations**") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "**SEBI Listing Regulations**"), each as amended, sets out all material facts relating to the special business(es) to be dealt as mentioned in the accompanying notice dated **July 18, 2026** ("**Notice**"):

Justification for the proposed preferential issue of warrants

The Board of Directors of the Company ("**Board**"), at its meeting held on Saturday, July 18, 2026, had, subject to the approval of the Members of the Company and such other approvals as may be required, approved the proposal to create, issue, offer and allot by way of a preferential issue on a private placement basis, for cash consideration, up to 15,54,000 (Fifteen Lakhs Fifty Four Thousand) equity warrants (**"Warrants"**), each convertible into 01 (one) fully paid-up equity share of face value of ₹ 10/- each (Indian Rupees Ten only), at an issue price of ₹ 179/- (Indian Rupees One Hundred Seventy Nine only) per warrant, at a premium of ₹169/- (Indian Rupees One Hundred Sixty Nine only) per warrant, aggregating up to ₹ 27,81,66,000/- (Indian Rupees Twenty Seven Crore Eighty One Lakhs Sixty Six Thousand only) to Manish Mohan Tibrewal, Rajiv Jhunjhunwala, Gretex Corporate Services Limited, Signageus Value Advisors Private Limited, Kamal Jagdish Gupta and Sonal Kamal Gupta (here in after referred as "**Proposed Allottees**").

The details of the issue and other particulars as required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 163 of the SEBI ICDR Regulations, are set forth below:

1. **The date of Passing Board Resolution for approving Preferential Issue**

   The Board of Directors of the Company, at its meeting held on Saturday, July 18, 2026, subject to necessary approval(s), approved the proposal for issuing Warrants to the Allottees in the 'Promoter' and 'Public' category, who have agreed to subscribe to the proposed preferential issue and have confirmed their eligibility in terms of Regulation 159 of the SEBI ICDR Regulations.

2. **Objects of the issue:**

   The primary objective of the proposed preferential issue is to mobilize funds to support the Company's business operations and strategic initiatives.

   Detailed Utilisation of Funds:

Sr. No.	**Object of the Issue**	**Estimated Amount (₹)***	**Percentage of the Proceeds being utilized**	**Tentative Timeline**
1.	Working Capital Requirements	22,80,96,000	82%	FY2026-29
2.	General Corporate purpose	5,00,70,000	18%	FY2026-29
Total		**27,81,66,000**	**100%**	

**Considering 100% conversion of Warrants into Equity Shares within the stipulated time.*

Note: The allocation across phases may vary within a range of ±10% to accommodate changes in project timelines or scope. This range is a reasonable estimation based on current planning and shall remain within the overall object of the issue. The above stated fund requirements are based on internal management estimates and have not been appraised by any bank, financial institution or any other external agency. They are based on current circumstances of our business. The Company may have to revise its estimates from time to time on account of various factors beyond its control, such as financial, market and sectoral conditions, competitive environment, business performance and strategy and interest or

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exchange rate fluctuations. Consequently, the funding requirements of our Company and deployment schedules are subject to revision in the future at the discretion of the management.

Deployment of Unutilised Funds:

Pending the utilization of the proceeds towards the purposes described above, our Company intends to deposit the proceeds in one or more scheduled commercial banks included in the Second Schedule of the Reserve Bank of India Act, 1934 or to temporarily invest the funds in creditworthy instruments, including money market/mutual funds, as approved by the Board and/or a duly authorized committee of the Board, from time to time, and in accordance with applicable laws.

Monitoring of Utilization of Funds:

Since the proceeds from the Issue are not more than Rs.100 Crores, in terms of Regulation 162A of Chapter V of SEBI (ICDR) Regulations, 2018 the company would not require to appoint the Monitoring Agency to monitor the use of proceeds of this preferential issue in due course.

3. **Maximum number of securities offered and the price at which security is being offer:**

The special resolution contained in the Notice dated Saturday, July 18, 2026, have been proposed pursuant to the provisions of Sections 42 and 62(1)(c) of the Companies Act, 2013 (hereinafter referred as "**Act**") and Regulations 160(b) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (hereinafter referred as "**SEBI ICDR Regulations**"), to issue and allot up 15,54,000 (only Fifteen Lakhs Fifty Four Thousand) warrants ("**Warrants**"), each convertible into 01 (one) fully paid-up equity share of face value of ₹ 10/- each (Indian Rupees Ten only), at an issue price of ₹ 179/- per warrant (Indian Rupees One Hundred Seventy Nine only) (including a premium of ₹ 169/- per Warrant), aggregating up to ₹ 27,81,66,000/- (Indian Rupees Twenty Seven Crore Eighty One Lakhs Sixty Six Thousand only) ("**Warrant Consideration**"), which is at a price higher than the price as determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations for cash consideration (hereinafter referred as "**Issue**").

Payment of consideration for Warrants shall be in accordance with the provisions of Regulation 169(2) of the SEBI ICDR Regulations:

- An amount of ₹ 6,95,41,500/- (Indian Rupees Six Crore Ninety-Five Lakhs Forty-One Thousand Five Hundred only), which is equivalent to 25% of the Warrant Consideration, shall be paid at the time of subscription and allotment of each Warrant;

- An amount of ₹ 20,86,24,500/- (Indian Rupees Twenty Crore Eighty-Six Lakhs Twenty Four Thousand Five Hundred only), which is equivalent to balance consideration of 75% of the Warrant Consideration, shall be paid at the time of allotment of the equity shares pursuant to exercise of options against each such Warrant by the Warrant holder.

4. **Relevant date with reference to which the price has been arrived at:**

The "Relevant Date" as per Regulation 161 of the SEBI ICDR Regulations for the determination of the floor price for issue of the Warrants is fixed as **Wednesday, July 15, 2026***, i.e., 30 (thirty) days prior to the date of the shareholders' approval, i.e**., Friday, August 14, 2026**.

5) **Basis or justification for the price (including premium, if any) at which the offer or invitation is being made along with the report of the registered valuer:**

In terms of the provisions of Section 62(1)(c) of the Act read with rule 13(1) of the Companies (Share Capital and Debentures) Rules, 2014 and rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014, the price/ consideration for the shares/ securities proposed to be issued on preferential basis, by way of private placement, shall be determined by the valuation report of a registered valuer.

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However, second proviso of rule 13(1) of the Companies (Share Capital and Debentures) Rules, 2014, provides that the price of shares to be issued on a preferential basis by a listed company shall not be required to be determined by the valuation report of a registered valuer.

Accordingly, for listed entities, allotment of shares/securities by way of preferential issue can be made at a price not less than the price as calculated in accordance with the provisions of Regulation 164 of the SEBI ICDR Regulations.

Further, Regulation 166A (1) of SEBI ICDR Regulations, inter-alia, states:

"Any preferential issue, which may result in a change in control or allotment of more than five per cent. of the post issue fully diluted share capital of the issuer, to an Allottees or to Allottees acting in concert, shall require a valuation report from an independent registered valuer and consider the same for determining the price".

The proposed preferential issue is not expected to result in allotment of more than 5% (five per cent) of the post-issue fully diluted share capital of the Company (on allotment of Equity shares against Warrants, if fully converted), the Company on voluntary basis has obtained a valuation report from an independent registered valuer and considered the same for determining the price as a good practice, in accordance with the provision of Regulation 166A of the SEBI ICDR Regulations.

In view of the aforesaid, the Company has engaged Mr. Gaurav Jain, Chartered Accountants (bearing IBBI Registration No.: IBBI/RV/06/2021/13914), as the registered valuer for obtaining the certificate as stated in Regulation 166A of the ICDR Regulations, which provided minimum floor price as ₹ 179/- (Indian Rupees One Hundred Seventy-Nine Only). The valuation report dated July 17, 2026, is also available at the website of the Company at https://inm.net.in.

Issue Price of ₹ 179/- (Indian Rupees One Hundred Seventy-Nine Only) per Warrant, for preferential issue, is not less than the floor price arrived at, in accordance with Regulation 164 and 166A of Chapter V of the SEBI ICDR Regulations, being higher of the following:

1) the 90-trading days' volume weighted average price (i.e., ₹ 178.94/-) of the Company's shares quoted on BSE Limited & NSE Limited (being the stock exchange on which the Company's equity shares have been listed and traded for a period exceeding 90 trading days and having higher trading volume) preceding the "Relevant Date";

or

2) the 10-trading days' volume weighted average price (i.e., ₹ 174.71/-) of the Company's shares quoted on the stock exchange i.e NSE Limited, being the stock exchange on which the Company has listed its securities and has highest trading volume and has completed a period of more than 90 trading days) preceding the "Relevant Date";

or

3) the price determined (i.e., ₹ 179.00/-) under the valuation report obtained voluntarily by the Company from an independent registered valuer in terms of Regulation 166A.

The equity shares of the Company are listed on Emerge Platform of National Stock Exchange of India Limited ("NSE").

Further, the method of determination of price as per the Articles of Association of the Company is not applicable as the Articles of Association of the Company are silent on the determination of a floor price/ minimum price of the shares issued on preferential basis.

In view of the above, the Board of the Company decided to issue these securities to be allotted on preferential basis to the Proposed Allottees at ₹ 179.00/- (Indian Rupees One Hundred Seventy-Nine only) being the price exceeding the minimum issue price as computed in accordance with Chapter V of the SEBI ICDR Regulations.

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6) **Name and address of valuer from whom certificate has been obtained:**

Name: Mr. Gaurav Jain
IBBI Registered No.: IBBI/RV/06/2021/13914
Address: Office No. 1511-1512, R.G. Trade Tower, Netaji Subhash Place, Pitampura, New Delhi- 110034

7) **The justification for the allotment proposed is to be made for consideration other than cash together with the valuation report of the registered valuer:**

Not applicable.

8) **Amount which the Company intends to raise by way of issuance of warrants:**

The Company proposes to raise an aggregate amount of ₹ 27,81,66,000/- (Indian Rupees Twenty-Seven Crore Eighty-One Lakhs Sixty Six Thousand only) through the issuance of 15,54,000 (only Fifteen Lakhs Fifty Four Thousand) equity share warrants on a preferential basis, at an issue price of ₹ 179.00/- (Indian Rupees One Hundred Seventy Nine only) per warrant. Each warrant shall be convertible into one fully paid-up equity share of the Company in accordance with the applicable provisions of the Companies Act, 2013, and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.

9) **Proposal / Intention of Promoters, Directors, or Key Managerial Personnel(s) to subscribe to the offer:**

The Company has received an intention from the proposed allottees, comprising persons belonging to the Promoter Category and Public Category, to subscribe to the warrants proposed to be issued on a preferential basis, as detailed in this Explanatory Statement. Save and except the proposed allotment to such proposed allottees, including Manish Mohan Tibrewal, Promoter, Chairman & Managing Director and Mr. Rajiv Jhunjhunwala, Promoter of the Company none of the other Promoters, Directors or Key Managerial Personnel of the Company intends to subscribe to the proposed preferential issue of warrants.

10) **The proposed time within which the issue or allotment shall be completed:**

As required under the SEBI (ICDR) Regulations, Equity shares shall be issued and allotted by the Company within a period of Fifteen (15) days from the date of passing of this resolution provided that where the issue and allotment of the said Equity shares is pending on account of pendency of any approval for such issue and allotment by any regulatory authority or the Government, the issue and allotment shall be completed within a period of Fifteen (15) days from the date receipt of last of such approvals or such other time as may be prescribed or permitted by the SEBI, Stock Exchanges or other relevant authorities.

11) **The pre-issue and post-issue shareholding pattern of the Company in the following format:**

Sr. No.	Category	Pre-Issue*		No. of Equity Warrants to be Allotted (C)	Post Issue#	
		No. of Shares Held	% of shareholding (B)		No. of Shares held D= (A+C)	% of shareholding (E)
A	**Promoters and Promoter Group Holding:**					
1	Indian:					
a)	**Individual/HUF**					

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1	Manish Mohan Tibrewal	34,54,200	24.69	3,88,200	38,42,400	24.72
2	Rahul Jhunjhunwala	13,80,000	9.86	0	13,80,000	8.88
3	Ekta Tibrewal	10,26,000	7.33	0	10,26,000	6.60
4	Puja Jhunjhunwala	14,25,000	10.19	0	14,25,000	9.17
5	Reena Jhunjhunwala	14,25,000	10.19	0	14,25,000	9.17
6	Rajiv Jhunjhunwala	6,00,000	4.29	3,88,800	9,88,800	6.36
7	Manoj Kumar Tibrewal	71,400	0.51	0	71,400	0.46
8	Sunil Agarwal	45,600	0.33	0	45,600	0.29
9	Rajat Vijender Singhal	1,27,200	0.91	0	1,27,200	0.82
10	Vijender Kumar Singhal	7,200	0.05	0	7,200	0.05
11	Garima Singhal	78,600	0.56	0	78,600	0.51
12	Aditi Vijender Singhal	7,200	0.05	0	7,200	0.05
13	V K Singhal Huf	54,000	0.39	0	54,000	0.35
	Sub Total	**97,01,400**	**69.34**	**7,77,000**	**1,04,78,400**	**67.41**
b)	**Any Other (Bodies Corporate)**			-		
1	Zyana Stocks and Commodities	17,400	0.12	0	17,400	0.11
	Sub Total	**17,400**	**0.12**	**0**	**17,400**	**0.11**
2	Foreign Promoters	-		-	-	
	Total (A)	**97,18,800**	**69.47**	**7,77,000**	**1,04,95,800**	**67.52**
B	**Public Holding/Non-Promoter Holding:**					
1	Institutional investors:					
a)	Institutional Investors	0	0.00	0	0	0.00
b)	Alternative Investment Funds	0	0.00	0	0	0.00
c)	Banks	0	0.00	0	0	0.00
d)	NBFCs registered with RBI	0	0.00	0	0	0.00
e)	Any Other(Institutions (Domestic))	0	0.00	0	0	0.00
f)	Qualified Institutional Buyer (QIB)	0	0.00	0	0	0.00
g)	Foreign Portfolio Investor	6,06,000	4.33	0	6,06,000	3.90

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h)	Foreign Bodies Corporate	0	0.00	0	0	0.00
	TOTAL B1	**6,06,000**	**4.33**	**0**	**6,06,000**	**3.90**
2	**Non-Institution:**					
a)	Private corporate bodies	0	0.00	0	0	0.00
b)	Directors and relatives (Independent Director and his relatives)	0	0.00	0	0	0.00
c)	Indian public (Resident Individuals)	23,68,200	16.93	3,90,000	27,58,200	17.74
d)	Non Resident Indians (NRIs)	42,600	0.30	0	42,600	0.27
e)	Key Managerial Personnel	0	0.00	0	0	0.00
f)	Investor Education and Protection Fund (IEPF)	0	0.00	0	0	0.00
g)	Foreign Companies	0	0.00	0	0	
h)	Bodies Corporate	10,45,800	7.47	3,87,000	14,32,800	9.22
i)	Any Other (specify)	2,09,400	1.50	0	2,09,400	1.34
	TOTAL B2	**36,66,000**	**26.20**	**7,77,000**	**44,43,000**	**28.58**
	Sub Total (B)	**42,72,000**	**30.53**	**7,77,000**	**50,49,000**	**32.48**
	TOTAL (A+B)	**1,39,90,800**	**100.00**	**15,54,000**	**1,55,44,800**	**100.00**

* *The pre-issue shareholding pattern is as on July 17,2026 considering the paid-up capital on fully diluted basis.*

The Post-Issue Shareholding Percentage has been calculated based on the fully diluted post issue paid-up share capital, assuming full subscription of the securities and full conversion of the warrants into equity share.

Particulars	*No. of Securities*
Pre-preferential issue, total no. of equity warrants outstanding as on date (A)	Nil
No. of equity warrant to be allotted in current preferential issue (B)	15,54,000
Post-preferential issue, total no. of equity warrants (C)=(A+B)	15,54,000

12) The Class of person/name of the Proposed Allottees to whom the allotment is made and the percentage of post-preferential offer capital that may be held by them:

The Equity warrants of the Company would be issued and allotted to following Allottees:

Name of the Allottees	**Pre issue Shareholding (No. of Shares)**	**Pre issue Shareholding (%)**	**No. of Equity Warrants to be allotted**	**Post issue Shareholding (No. of Shares)***	**Post issue Shareholding (%)***
Rajiv Jhunjhunwala	6,00,000	4.29	3,88,800	9,88,800	6.36
Manish Mohan Tibrewal	34,54,200	24.69	3,88,200	38,42,400	24.72
Gretex Corporate Services Limited	Nil	Nil	1,99,800	1,99,800	1.29
Signageus Value Advisors Private Limited	Nil	Nil	1,87,200	1,87,200	1.20
Kamal Jagdish Gupta	Nil	Nil	1,95,000	1,95,000	1.25
Sonal Kamal Gupta	Nil	Nil	1,95,000	1,95,000	1.25

**The Post-Issue Shareholding Percentage has been calculated based on the fully diluted post issue paid-up share capital, assuming full subscription of the securities and full conversion of the warrants into equity shares.*

13) The change in control, if any, in the company that would occur consequent to the preferential offer:

Pursuant to the allotment of the Warrants (on a fully diluted basis), there is no change in control in the Company in respect of the Proposed Allottees.

14) The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

Except the preferential issue as proposed in the resolution as set in the accompanying Notice, the Company has not made any allotment on preferential basis during the current financial year 2026-27.

15) The current and proposed status of the Allottees post the preferential issue, namely, promoter Group:

Sr No	Name of the Proposed Allottees	Current Status	Proposed Status
1.	Mr. Rajiv Jhunjhunwala	Promoter	Promoter
2.	Mr. Manish Mohan Tibrewal	Promoter	Promoter
3.	Gretex Corporate Services Limited	Public	Public
4.	Signageus Value Advisors Private Limited	Public	Public
5.	Mr. Kamal Jagdish Gupta	Public	Public
6.	Mrs. Sonal Kamal Gupta	Public	Public

16) Undertaking as to re-computation of price and lock-in of specified securities:

Since the Equity Shares of the Company are listed on recognized stock exchanges for more than 90 trading days, the price re-computation and lock-in extensions, required pursuant to Regulations 164(3) and 167(5) of the SEBI ICDR Regulations and the disclosures and undertakings required pursuant to Regulation 163(1)(g) and (h) of the SEBI ICDR Regulations are not applicable.

17) Disclosures under Schedule VI of the ICDR Regulations, if the issuer or any of its promoters or directors is a wilful defaulter or a fraudulent borrower:

Neither the Company nor any of its directors or promoters have been declared as wilful defaulter or fraudulent borrower as defined under the ICDR Regulations. The proposed preferential issue is not being made to any person who shares land border with India.

18) Lock-in:

The Warrants (and the equity shares to be allotted pursuant to exercise and conversion of the Warrants) to be issued and allotted to the Proposed Allottees, shall be locked- in for such period as specified under Regulation 167 of the ICDR Regulations.

The Proposed Allottees who have pre-preferential allotment shareholding in the Company, which is required to be locked in from the Relevant Date up to a period of 90 trading days from the date of the trading approval as specified under Regulation 167(6) of the ICDR Regulations have been locked-in.

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19) Practicing Company Secretary's Certificate:

As required in Regulation 163(2) of the ICDR Regulations, a certificate from M/s. Yatin Sangani & Associates, Practicing Company Secretary, (C.P No. 22681), certifying that the issue is being made in accordance with the requirements of the ICDR Regulations, is available for inspection by the Members of the Company and the said certificate is available on the website of the company at https://inm.net.in.

20) Listing:

The Company will make an application to National Stock Exchange of India Limited ('NSE') where the existing Equity Shares are presently listed, for listing of the Equity Shares that will be issued on conversion of Warrants. Such Equity Shares, once allotted, shall rank pari-passu with the then existing Equity Shares, in all respects, including voting rights and dividend.

21) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed Allottees:

The Natural Person who are ultimate beneficial owners of the shares proposed to be allotted are

Gretex Corporate Services Limited -

1. Pooja Harlalka
2. Anita Harlalka

Signageus Value Advisors Private Limited -

1. Anita Harlalka
2. Pooja Harlalka
3. Rajkumari Harlalka
4. Sashi Harlalka

22) Material terms for Issue of Securities:

The equity warrants would be issued at the below terms:

a. Tenure: The Warrants shall be convertible into equity shares within a period of 18 (eighteen) months from the date of allotment of the Warrants.

b. Conversion and other related matters:

(i) The Warrant holder shall have the right to convert the Warrants into fully paid-up equity shares of the Company of face value of Rs. 10/- (Indian Rupees Ten only) each, in one or more tranches, by delivering a notice of conversion ("Conversion Notice") to the Company requesting the conversion of the relevant number of Warrants into equity shares, on the date designated as the specified conversion date in the Conversion Notice ("Conversion Date").

(ii) The conversion ratio is 1 (one) equity share in lieu of 1 (one) Warrant.

(iii) Prior to the Conversion Date, the Warrant holder shall pay the Warrant exercise amount for the relevant Warrants and if it proposes to convert, and receipt of such payment in the designated bank account, on the Conversion Date, the Company shall in accordance with applicable law to issue and allot equity shares (free and clear of all encumbrances other than any lock-in prescribed under applicable law) to the Warrant holder in lieu of the relevant Warrants.

(iv) The Company shall file the certificate from the Statutory Auditor with the Stock Exchanges, confirming that the Company has received the Warrant exercise amount in compliance with Regulation 169(4) & (5) of the SEBI ICDR

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Regulations from the Warrant holder and the relevant documents thereof are maintained by the Company as on the date of certification.

23) Other Disclosure/Undertakings :

The Company hereby confirms that the Company;

a. The Company, it's Promoters, Promoter Group and its Directors are not categorized as wilful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India and have not been categorized as a fraudulent borrower. Consequently, the disclosures required under Regulation 163(1)(i) of the ICDR Regulations is not applicable.

b. None of its Directors or promoters, promoter group are fugitive economic offenders as defined under the ICDR Regulations.

c. The Company does not have any outstanding dues to SEBI, Stock Exchange or any of the depositories;

d. The Company has obtained the Permanent Account Numbers (PAN) of the proposed allottees, except those allottees which may be exempt from specifying PAN for transacting in the securities market by SEBI before an application seeking in-principal approval is made by the Company to the stock exchange where its equity shares are listed;

e. The Company shall be making application seeking in-principal approval to the stock exchange, where its equity shares are listed, on the same day when this notice will be sent in respect of the general meeting seeking shareholders' approval by way of a special resolution;

f. The Company is in compliance with the conditions for continuous listing;

g. The proposed allottees, promoter and promoter group has not sold any of the equity shares during 90 trading days preceding the relevant date;

h. The Equity Shares held by the proposed allottees in the Company are in dematerialized form only;

i. No person belonging to the promoters/ promoter group has previously subscribed to any warrants of the company during the last one year;

j. The Company has complied with the requirement of Rule 19A of the Securities Contracts (Regulation) Rules, 1957 and Regulation 38 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 maintaining a minimum of 25% of the paid-up capital in the hands of the public.

Accordingly, the approval of the Members of the Company is hereby sought by way of Special Resolution for authorizing the Board of Directors of the Company to offer, issue and allot convertible warrants as specifically described in the resolutions as set out in Item no. 01 in this Notice.

None of the directors except Ekta Tibrewal, Manish Mohan Tibrewal and Rahul Jhunjhunwala and their relatives or key managerial personnel or their relatives are in any way concerned or interested or otherwise, in the resolutions set out in this Notice:

Recommendation of the Board of Directors:

The approval of the members is accordingly being sought by way of passing 'Special Resolution' under Sections 42, and 62(1)(c) of the Act read with the rules made thereunder, and Regulation 160(b) of the SEBI ICDR Regulations, for Item no. 01 of the Notice.

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By the Order of the Board
For Interiors & More Limited

Sd/-
Manish Mohan Tibrewal
Chairman & Managing Director
DIN: 05164854

Registered Office: Office No.7, Ground FLoor, Kumtha Street,
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Tel No.: 9167028209
Website: https://inm.net.in

Place: Mumbai
Date: July 18, 2026